

# THE TORONTO STOCK EXCHANGE

28/3/68  
11/4/68

FILING STATEMENT NO. 1607.  
FILED, APRIL 25th, 1968.

**DYNAMIC PETROLEUM PRODUCTS LTD.**  
Full corporate name of Company

Incorporated under the Alberta Companies Act, January 27, 1958  
Particulars of incorporation (e.g., incorporated under Part IV of the Corporations Act, 1953  
(Ontario) by Letters Patent dated May 1st, 1957).

## FILING STATEMENT

Reference is made to previous  
Filing Statement No. 1383

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	Refer to Schedule "A" attached to and made a part of this filing statement.  See Schedule " A " on pages 2 and 3.																
2. Head office address and any other office address.	210 - 736 - 8th Avenue S.W., Calgary, Alberta																
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<u>Officers and Directors</u> Frank Brown - President 16 Massey Place S.W., Calgary, Alberta Roger D. Paugh - Vice-President 24 Cardiff Place S.W., Calgary, Alberta Robert Clive Brown - Secretary-Treasurer 24 Massey Place S.W., Calgary, Alberta Archibald Park Newall, Jr. - 6925 Livingstone Drive, Calgary, Alberta (Executive)																
4. Share capitalization showing authorized and issued and outstanding capital.	Shares authorized - 10,000,000 of no par value Shares issued - 7,571,632																
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	None																
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	Refer to Schedule "A" - (Item (2)(b) ) attached to and made a part of this filing statement.  See Schedule " A " on pages 2 and 3.																
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	New Continental Oil Company of Canada Limited - (see Item No. 6 above)  See Schedule " B " on page 4.																
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None																
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The company will continue to acquire from time to time undeveloped acreage at Crown sales and otherwise and will continue to evaluate prospects to purchase proven reserves. Specifically, the company plans to continue its development program involving lands in the Rainbow area of northern Alberta and to co-operate with associated companies in continuing the search for base metals and coal deposits.																
10. Brief statement of company's chief development work during past year.	During the calendar year 1967 the company expended the sum of \$575,031 in exploration and development as follows:  <table><tr><td>Acquisition of P. &amp; N.G. interests</td><td>\$226,959</td></tr><tr><td>Drilling costs:</td><td></td></tr><tr><td>    Non-productive wells</td><td>\$ 76,962</td></tr><tr><td>    Productive wells</td><td><u>136,695</u></td></tr><tr><td>Geological, Geophysical and airborne radioactivity surveys</td><td>90,566</td></tr><tr><td>Rentals and other carrying charges</td><td>25,200</td></tr><tr><td>Production and other equipment</td><td><u>18,649</u></td></tr><tr><td></td><td><u>\$575,031</u></td></tr></table> The company participated in the drilling of three dry holes in Alberta and in the successful completion of three oil wells in the Rainbow area. In addition the company participated in an extensive radioactivity survey in the search for uranium and other base metals in northern Saskatchewan and in the search for base metals in the interior of British Columbia.	Acquisition of P. & N.G. interests	\$226,959	Drilling costs:		Non-productive wells	\$ 76,962	Productive wells	<u>136,695</u>	Geological, Geophysical and airborne radioactivity surveys	90,566	Rentals and other carrying charges	25,200	Production and other equipment	<u>18,649</u>		<u>\$575,031</u>
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Rentals and other carrying charges	25,200																
Production and other equipment	<u>18,649</u>																
	<u>\$575,031</u>																
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	None																
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	None																
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	See Schedule "D" attached to and made a part of this filing statement.  See Schedule " D " on page 6.																



DYNAMIC PETROLEUM PRODUCTS LTD.

SCHEDULE "A"

ATTACHED TO AND MADE A PART OF FILING STATEMENT DATED MARCH 19, 1968

ITEM NO. 1 - STATEMENT OF MATERIAL CHANGES IN THE AFFAIRS OF THE COMPANY

- (1) Material changes during the year ended December 31, 1967 which are reflected in the financial statements accompanying this filing statement.

(a) Issue of Treasury Shares

Pursuant to the terms of employee stock option agreements, 120,000 treasury shares of the capital stock of the company were issued at \$0.15 per share, yielding the sum of \$18,000.

(b) Change in investment portfolio

192,000 shares of the capital stock of Royal Canadian Ventures Ltd., purchased from Mill City Petroleum Limited in 1966 for \$101,760, were sold back to Mill City Petroleum Limited during the current year for the said sum of \$101,760.

(c) Acquisition of properties in Rainbow area

At a Crown sale held August 1, 1967 the company and associates, New Continental Oil Company of Canada Limited and Consolidated East Crest Oil Company Limited, each as to an undivided 33-1/3% working interest, acquired three (3) P. & N.G. leases comprising 640 acres in Township 110, Range 7, W6M, (Rainbow area) for a bonus payment of \$527,928 (\$175,976 net to Dynamic). At December 31, 1967 three (3) successful Keg River reef oil wells were drilled on these lands involving an additional capital expenditure of \$144,400 net to Dynamic.

(d) Sale of a portion of interest in properties in Rainbow area

Effective December 29, 1967 the company sold a working interest in the three (3) P. & N.G. leases in the Rainbow area referred to in Item (1)(c) above and in the three (3) successful oil wells drilled thereon, complete to the outlet valve of the Christmas tree, to Mill City Petroleum Limited, in consideration of the cash sum of \$400,000. After deleting the company's entire capitalized investment as set forth in Item (1)(c) above, the company's accounts at December 31, 1967 reflect a profit on the sale of these properties of \$79,624.

(e) Acquisition of properties in Jenner (Alberta) area

Pursuant to the terms of an agreement dated November 6, 1967, entered into with Canadian Fina Oil Limited ("Fina"), the company purchased for \$50,000 cash all of the interest of Fina in an agreement dated April 13, 1959, between the company and Fina with respect to certain properties in the Jenner area of the Province of Alberta. The interest acquired from Fina represented an undivided 50% working interest in P. & N.G. leases and natural gas leases comprising approximately 50,000 gross acres, together with a like interest in ten (10) completed gas wells and three (3) heavy oil wells. The company now owns an 80% undivided working interest in these properties.

(f) Sale of interest in properties in Northwest Rainbow area

The company and associates, New Continental Oil Company of Canada Limited and Consolidated East Crest Oil Company Limited, farmed out their interest in P. & N.G. Reservation No. 553 in the Northwest Rainbow area (acquired from B.A. Oil Company) to Pan American Petroleum Corporation for a cash consideration of \$95,000, reserving a 3% overriding royalty. The company has a 25% interest in this transaction which resulted in a book profit of \$23,750. Pan Am drilled a dry hole on this reservation and the company is obligated to pay a Dry Hole Contribution of 25% of \$40,000 = \$10,000.



DYNAMIC PETROLEUM PRODUCTS LTD.

SCHEDULE "A"  
(continued)

(2) Material changes after December 31, 1967 to date of this filing statement

(a) Purchase of P. & N.G. properties - (Rainbow area)

At a Crown sale held January 30, 1968, the company and associates, New Continental Oil Company of Canada Limited and Consolidated East Crest Oil Company Limited, each as to an undivided 33-1/3% interest, acquired two parcels in the Rainbow area, being the W $\frac{1}{2}$  9 and NW $\frac{1}{4}$  34, in 110-7-W6, for a total bonus consideration of \$330,000 (\$110,000 net to Dynamic). The companies plan to develop these properties in the near future.

(b) Underwriting agreement

Pursuant to an underwriting agreement dated February 12, 1968, between the company and New Continental Oil Company of Canada Limited ("New Continental") the company sold 650,000 treasury shares to New Continental at \$1.10 per share, yielding \$715,000 cash. At the date of this filing statement New Continental is the beneficial owner of 1,025,000 shares of the capital stock of Dynamic and New Continental has agreed that it will not sell or distribute said shares for a period of six (6) months, and thereafter, only upon compliance with the provisions of the Ontario Securities Act, 1966, and the requirements of the Toronto Stock Exchange.

(c) Settlement of lawsuit

Legal action instituted by the company against Pan American Petroleum Corporation and Mobil Oil Canada, Ltd., involving 23,840 acres of petroleum and natural gas rights in the Rainbow area has been settled before trial by mutual agreement. Schedule "C" attached to and made a part of this filing statement sets forth the general terms of the settlement involving increased overriding royalties, a cash payment to Dynamic of \$250,000 and other valuable consideration.

See Schedule " C " on page 5.

NOTE: Reference should be made to the financial statements accompanying this filing statement and in particular to the material change in the financial position of the company.



DYNAMIC PETROLEUM PRODUCTS LTD.

SCHEDULE "B"

ATTACHED TO AND MADE A PART OF FILING STATEMENT DATED MARCH 19, 1968

INTERLOCKING COMPANIES AND INTERLOCKING DIRECTORATE

A. ASSOCIATED COMPANIES

1. DYNAMIC PETROLEUM PRODUCTS LTD.  
 AUTHORIZED CAPITAL - 10,000,000 shares of no par value  
 ISSUED: 7,571,632, of which  
     ( 425,000 are owned by Mill City Petroleums Limited  
 44% ( 1,025,000 are owned by New Continental Oil Company of Canada Limited  
     (\*1,880,124 are owned by Dynamic Voting Trust and Directors  
 TOTAL NUMBER OF SHAREHOLDERS: 5,380  
 DIRECTORS: Frank Brown                      Archibald Park Newall, Jr.  
             Robert Clive Brown              Roger D. Paugh
2. ROYAL CANADIAN VENTURES LTD.  
 AUTHORIZED CAPITAL - 5,000,000 shares of no par value  
 ISSUED: 4,400,723, of which  
 57% ( 1,700,000 are owned by Dynamic Petroleum Products Ltd.  
     ( 792,000 are owned by Mill City Petroleums Limited  
 TOTAL NUMBER OF SHAREHOLDERS: 1,370  
 DIRECTORS: Archibald Park Newall, Jr.      Robert Clive Brown  
             Frank Brown
3. MILL CITY PETROLEUMS LIMITED  
 AUTHORIZED CAPITAL - 6,000,000 shares of no par value  
 ISSUED: 5,695,334, of which  
     ( 1,068,854 shares are owned by Royal Canadian Ventures Ltd.  
 41% ( 1,193,939 shares are owned by Dynamic Petroleum Products Ltd.  
     ( 75,000 shares are owned by Consolidated East Crest Oil Company Limited  
 TOTAL NUMBER OF SHAREHOLDERS: 4,548  
 DIRECTORS: Roger D. Paugh                      Archibald Park Newall, Jr.  
             Frank Brown                      Archibald Park Newall, Sr.  
             Robert Clive Brown
4. PERMO GAS & OIL LIMITED  
 AUTHORIZED CAPITAL - 20,000,000 shares of no par value  
 ISSUED: 13,127,276, of which  
     6,096,694 shares or 46% are owned by Mill City Petroleums Limited  
 TOTAL NUMBER OF SHAREHOLDERS: 3,800  
 DIRECTORS: Robert Clive Brown              Archibald Park Newall, Jr.  
             Frank Brown

B. SUBSIDIARY COMPANIES OF PERMO GAS & OIL LIMITED

1. NEW CONTINENTAL OIL COMPANY OF CANADA LIMITED  
 AUTHORIZED CAPITAL - 10,000,000 shares of no par value  
 ISSUED: 6,040,000, of which  
     3,452,433 shares or 57% are owned by Permo Gas & Oil Limited  
 TOTAL NUMBER OF SHAREHOLDERS: 2,577  
 DIRECTORS: Robert Clive Brown              Archibald Park Newall, Jr.  
             Frank Brown
2. CONSOLIDATED EAST CREST OIL COMPANY LIMITED  
 AUTHORIZED CAPITAL - 5,000,000 shares of no par value  
 ISSUED: 1,599,174, of which  
     1,271,338 shares or 79% are owned by Permo Gas & Oil Limited  
 TOTAL NUMBER OF SHAREHOLDERS: 1,468  
 DIRECTORS: Robert Clive Brown              Archibald Park Newall, Jr.  
             Frank Brown

\*Principal members of the Dynamic Voting Trust who are also Directors of the Company, and their respective holdings of shares of Dynamic as of February 29, 1968, are as follows:

Frank Brown	529,597 shares
Robert Clive Brown	477,072 shares
Archibald Park Newall, Jr.	475,422 shares

(This chart effective as of February 29, 1968)



DYNAMIC PETROLEUM PRODUCTS LTD.

SCHEDULE "C"

ATTACHED TO AND MADE A PART OF FILING STATEMENT DATED MARCH 19, 1968

SETTLEMENT OF LAWSUIT

JOINT PRESS RELEASE  
AT 8:30 A.M. MARCH 14, 1968

MOBIL OIL CANADA, LTD.

DYNAMIC PETROLEUM PRODUCTS LTD.

PAN AMERICAN PETROLEUM CORPORATION

ALL OF CALGARY, ALBERTA

From: Norman A. Thompson, Manager  
Industrial and Public Relations Dept.  
Pan American Petroleum Corporation  
444 - 7 Ave. S.W.  
CALGARY 2, Alberta

THE LEGAL ACTION IN WHICH DYNAMIC PETROLEUM PRODUCTS LTD. CLAIMED FROM MOBIL OIL CANADA, LTD. AND PAN AMERICAN PETROLEUM CORPORATION THE RETURN TO IT OF 23,840 ACRES OF PETROLEUM AND NATURAL GAS RIGHTS IN THE RAINBOW LAKE AREA OF NORTHERN ALBERTA OR, ALTERNATIVELY, DAMAGES OF \$149,000,000.00 HAS BEEN SETTLED BEFORE TRIAL BY AGREEMENT AMONG THE THREE PARTIES. THIS SETTLEMENT WILL ENABLE MOBIL AND PAN AMERICAN TO RESUME THEIR EXPLORATION PROGRAM.

THE SETTLEMENT ARRANGED BY THE PARTIES INVOLVES:

1. AN INCREASE IN DYNAMIC'S PRESENT 3 PERCENT GROSS OVERRIDING ROYALTY ON THE LANDS AFFECTED BY THE LAW SUIT TO 10 PERCENT.
2. AN INCREASE IN DYNAMIC'S PRESENT 3 PERCENT GROSS OVERRIDING ROYALTY ON 10,080 ACRES THAT WERE NOT INVOLVED IN THE LAW SUIT TO 6 PERCENT.
3. A GRANT TO DYNAMIC OF A 3 PERCENT GROSS OVERRIDING ROYALTY ON ANY CROWN LANDS LYING WITHIN THE BOUNDARIES OF THE ORIGINAL PETROLEUM AND NATURAL GAS RESERVATION FARMED OUT FROM DYNAMIC TO MOBIL - PAN AMERICAN, AND ACQUIRED BY MOBIL AND PAN AMERICAN AT ANY CROWN RESERVE SALE HELD DURING THE PERIOD OF 4 YEARS PLUS 120 DAYS FOLLOWING THE DATE OF SETTLEMENT. THERE ARE PRESENTLY SOME 31,840 ACRES THAT COULD FALL IN THIS CATEGORY.
4. THE ASSIGNMENT TO DYNAMIC OF 75 PERCENT OF THE ORIGINAL LANDS AS SELECTED BY PAN AMERICAN AND MOBIL LESS THE PRESENT PRODUCING LEASE, ON THE FOLLOWING BASIS:
  - (A) 50 PERCENT WITHIN 24 MONTHS, AND
  - (B) A FURTHER 25 PERCENT WITHIN 48 MONTHSUPON THE ASSIGNMENT TO DYNAMIC OF THE ABOVE LANDS MOBIL AND PAN AMERICAN WILL SUPPLY TO DYNAMIC ALL BASIC GEOPHYSICAL AND GEOLOGICAL DATA COVERING THE ASSIGNED LANDS.
5. A CASH PAYMENT TO DYNAMIC OF \$250,000.00

DYNAMIC PETROLEUM PRODUCTS LTD.

SCHEDULE "D"

ATTACHED TO AND MADE A PART OF FILING STATEMENT DATED MARCH 19, 1968

ITEM NO. 13 - SHARES OF THE COMPANY HELD IN ESCROW

- (a) 46,000 shares are held in escrow by the Guaranty Trust Company of Canada and are subject to release upon approval of the Toronto Stock Exchange on July 10, 1968, to:

Ciglen Investments Limited - Toronto, Ontario	10,000
Edward A. Manning, Toronto, Ontario	9,333
Emile Ruffo, Montreal, Quebec	15,000
Yvon Laroque, Montreal, Quebec	<u>11,667</u>
	<u>46,000</u>

- (b) 1,300,935 shares included in the "Dynamic Voting Trust" are presently registered in the name of Guaranty Trust Company of Canada "Trustee" and are subject to release pursuant to the terms of an agreement dated April 17, 1967, upon approval of the Toronto Stock Exchange. Of the total of 1,300,935 shares, 100,935 shares are referred to as "free shares" and the balance of 1,200,000 shares are referred to as "escrowed shares". The agreement aforesaid provides that the said 1,300,935 shares shall be released at the following times:

	<u>Free shares</u>	<u>Escrow shares</u>
April 17, 1968	100,935	5,858
July 17, 1968		106,793
October 17, 1968		106,793
January 17, 1969		106,793
April 17, 1969		106,793
July 17, 1969		106,793
October 17, 1969		106,793
January 17, 1970		106,793
April 17, 1970		106,793
July 17, 1970		339,798
	<u>100,935</u>	<u>1,200,000</u>

<u>Beneficial owners</u>	<u>Shares</u>
A. P. Newall, Jr., Calgary, Alberta	305,134
Frank Brown, Calgary, Alberta	305,134
R. C. Brown, Calgary, Alberta	305,134
H. P. Henderson, Toronto, Ontario	305,133
G. N. de Tilly, Quebec, Que.	60,300
Irving Mindel, Kingston, Jamaica, W.I.	<u>20,100</u>
<u>Total</u>	<u>1,300,935</u>



# FINANCIAL STATEMENTS

## DYNAMIC PETROLEUM PRODUCTS

### BALANCE SHEET

DECEMBER 31, 1967

#### ASSETS

##### CURRENT

Cash	\$ 54,951.56
Short term deposits	530,000.00
Accounts receivable	59,184.90
Marketable securities - at cost	
(market value \$864)	730.00
Materials and supplies	1,085.90
Corporation Special Refundable Tax	447.44
	<u>646,399.80</u>

##### OTHER

Operating and performance deposits	<u>28,207.16</u>
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##### INVESTMENTS

Shares of and advances (\$1,614.18) to subsidiary companies at cost, less amounts written off	1,719.78
Shares of other companies - at cost	
Crusade Petroleum Corporation Limited	
(market value \$22,440)	18,072.50
Mill City Petroleums Limited	
(market value \$2,029,696)	373,709.28
Royal Canadian Ventures Ltd.	
(market value \$595,000)	367,858.00
Other	
(no quoted market value)	978.82
	<u>762,338.38</u>

##### PROPERTY, PLANT AND EQUIPMENT - AT COST

Mining interests	486.43
Petroleum and natural gas interests	325,980.79
Well development costs	208,583.10
Production equipment	43,466.10
Automotive equipment	7,600.00
	<u>586,116.42</u>
Less accumulated depletion and depreciation	73,150.20
	<u>512,966.22</u>
	<u>\$1,949,911.56</u>

#### LIABILITIES

##### CURRENT

Accounts payable	\$ <u>168,322.34</u>
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##### SHAREHOLDERS' EQUITY

##### Share Capital

Authorized	
10,000,000 shares without nominal or par value not to exceed in the aggregate on issue \$3,500,000	
Issued	
6,921,632 shares	2,782,139.86
Deficit	<u>1,000,550.64</u>
	<u>1,781,589.22</u>

Approved on Behalf of the Board

Chas. E. Brown Director

R. C. Brown Director

\$1,949,911.56

DYNAMIC PETROLEUM PRODUCTS LTD.

STATEMENT OF REVENUE AND EXPENSES AND DEFICIT

For the year ended December 31, 1967

REVENUE

Crude oil sales, less royalties	\$ 13,942.32
Less production expenses	<u>4,762.21</u>
	9,180.11
Royalty	34,451.70
Interest	<u>17,724.25</u>
	<u>61,356.06</u>

EXPENSES

Administrative and general	58,494.80
Exploratory costs, lease rentals, etc.	<u>115,765.81</u>
	<u>174,260.61</u>

CASH LOSS FROM OPERATIONS

112,904.55

Add

Depletion	3,188.02
Depreciation	4,581.46
Abandonments	
Petroleum and natural gas and mining interests	46,174.72
Well development costs (dry holes)	<u>77,239.77</u>
	<u>131,183.97</u>

NET LOSS BEFORE UNDERNOTED ITEMS

244,088.52

Deduct

Gain on sale of petroleum and natural gas interests	<u>103,373.58</u>
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Net loss for the year

140,714.94

Deficit at beginning of year

859,835.70

Deficit at end of year

\$1,000,550.64



DYNAMIC PETROLEUM PRODUCTS LTD.

SOURCE AND APPLICATION OF FUNDS

For the year ended December 31, 1967

SOURCE OF FUNDS

Issue of treasury stock on exercise of stock option	\$ 18,000.00
Proceeds from sale of securities	101,760.00
Proceeds from sale of properties	<u>423,750.00</u>
	<u>543,510.00</u>

APPLICATION OF FUNDS

Cash loss from operations	112,904.55
Operating and performance deposits	28,207.16
Investments in and advances to subsidiary company	1,616.58
Petroleum and natural gas interests	226,877.09
Mining interests	81.42
Well development costs including dry holes	213,657.41
Production equipment	16,099.24
Other equipment	<u>2,550.00</u>
	<u>601,993.45</u>

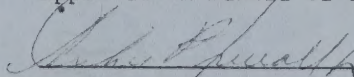
Decrease in working capital	58,483.45
Working capital, beginning of year	<u>536,560.91</u>
Working capital, end of year	<u>\$478,077.46</u>

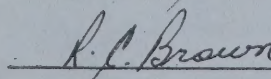
Material change in the financial position of the company arising from the information contained in this filing statement, excluding operations in the normal course of business

(Reference Schedule "A")

Working capital at December 31, 1967 as above	\$ 478,077
Additions:	
Issue of 650,000 treasury shares (reference Schedule "A" - Item (2)(b) )	715,000
Cash payment from Pan American Petroleum Corporation and Mobil Oil Canada, Ltd., arising from settlement of lawsuit - (reference Schedule "A" - Item (2)(c) )	<u>250,000</u>
	<u>1,443,077</u>
Deductions:	
Acquisition of P. & N.G. interest (reference Schedule "A" - Item (2)(a) )	\$110,000
Dry hole contribution (reference Schedule "A" - Item (1)(f) )	10,000
Legal fees pertaining to lawsuit	<u>25,000</u>
	<u>145,000</u>
Revised working capital, excluding operations in the normal course of business from January 1, 1968 to the date of this filing statement	<u>\$1,298,077</u>

Approved on Behalf of the Board

 Director

 Director



14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	See Schedule "D" attached to and made a part of this filing statement.  See Schedule "D" on page 6.																																																						
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<table border="1"> <thead> <tr> <th></th> <th>Shareholdings</th> </tr> </thead> <tbody> <tr> <td>1. Guaranty Trust Company of Canada "Trustee" Calgary, Alberta</td> <td>1,300,935</td> </tr> <tr> <td>2. New Continental Oil Company of Canada Limited Calgary, Alberta</td> <td>1,025,000</td> </tr> <tr> <td>3. Richardson Securities of Canada Winnipeg, Manitoba</td> <td>461,886</td> </tr> <tr> <td>4. Mill City Petroleum Limited Calgary, Alberta</td> <td>425,000</td> </tr> <tr> <td>5. Frank Brown, Calgary, Alberta</td> <td>199,621</td> </tr> <tr> <td colspan="2">Item 1 - shares held in escrow - see Schedule "D" for complete details</td> </tr> <tr> <td colspan="2">Item 3 - beneficial owners unknown</td> </tr> </tbody> </table>		Shareholdings	1. Guaranty Trust Company of Canada "Trustee" Calgary, Alberta	1,300,935	2. New Continental Oil Company of Canada Limited Calgary, Alberta	1,025,000	3. Richardson Securities of Canada Winnipeg, Manitoba	461,886	4. Mill City Petroleum Limited Calgary, Alberta	425,000	5. Frank Brown, Calgary, Alberta	199,621	Item 1 - shares held in escrow - see Schedule "D" for complete details		Item 3 - beneficial owners unknown																																							
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16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	<table border="1"> <thead> <tr> <th></th> <th>Shareholdings</th> </tr> </thead> <tbody> <tr> <td>1. Shares held in Dynamic Voting Trust and by Directors of the company</td> <td>1,880,124</td> </tr> <tr> <td>2. Shares owned by New Continental Oil Company of Canada Limited</td> <td>1,025,000</td> </tr> <tr> <td>3. Shares owned by Mill City Petroleum Limited</td> <td>425,000</td> </tr> <tr> <td>Total</td> <td>3,330,124</td> </tr> </tbody> </table> <p>The above shareholdings represent 44% of the total shares of the company issued and outstanding.</p> <p>Reference should be made to Schedule "B" for particulars of interlocking companies and interlocking directorate.</p> <p>See Schedule "B" on page 4.</p>		Shareholdings	1. Shares held in Dynamic Voting Trust and by Directors of the company	1,880,124	2. Shares owned by New Continental Oil Company of Canada Limited	1,025,000	3. Shares owned by Mill City Petroleum Limited	425,000	Total	3,330,124																																												
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Total	3,330,124																																																						
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<table border="1"> <thead> <tr> <th>Marketable securities</th> <th>Cost</th> <th>Market</th> </tr> </thead> <tbody> <tr> <td>Bralorne Pioneer Mines Ltd. 400 shares</td> <td>\$ 730.00</td> <td>\$ 860.00</td> </tr> <tr> <td>shares held at December 31, 1967; sold Jan. 26/68 for \$860.</td> <td></td> <td></td> </tr> <tr> <td>Investments</td> <td>Cost</td> <td>Market</td> </tr> <tr> <td>Crusade Petroleum Corporation Limited 102,000 shares</td> <td>\$ 18,072.50</td> <td>\$ 22,440.00</td> </tr> <tr> <td>Mill City Petroleum Limited 1,193,939 shares</td> <td>373,709.28</td> <td>1,587,938.87</td> </tr> <tr> <td>Royal Canadian Ventures Ltd. 1,700,000 shares</td> <td>367,858.00</td> <td>629,000.00</td> </tr> <tr> <td>Other (no quote)</td> <td>978.82</td> <td>-</td> </tr> <tr> <td></td> <td>\$760,618.60</td> <td>\$2,239,378.87</td> </tr> <tr> <td>Shares of and advances to subsidiaries</td> <td></td> <td>Book value</td> </tr> <tr> <td>Advances, less amounts written off</td> <td></td> <td>\$1,614.18</td> </tr> <tr> <td>IMC Petroleum Pty Ltd.</td> <td></td> <td></td> </tr> <tr> <td>Shares of: (no market quote)</td> <td></td> <td></td> </tr> <tr> <td>Dynamic Petroleum Products Inc. (wholly-owned) 100 shares</td> <td></td> <td>100.00</td> </tr> <tr> <td>Crusade Holdings Ltd. (wholly-owned) 224,281 shares</td> <td></td> <td>1.00</td> </tr> <tr> <td>Precision Radiation Surveys Ltd. (wholly-owned) 15,003 shares</td> <td></td> <td>1.00</td> </tr> <tr> <td>IMC Petroleum Pty Ltd. (Australia - 50% owned) 3 shares</td> <td></td> <td>3.60</td> </tr> <tr> <td></td> <td></td> <td>\$1,719.78</td> </tr> </tbody> </table>	Marketable securities	Cost	Market	Bralorne Pioneer Mines Ltd. 400 shares	\$ 730.00	\$ 860.00	shares held at December 31, 1967; sold Jan. 26/68 for \$860.			Investments	Cost	Market	Crusade Petroleum Corporation Limited 102,000 shares	\$ 18,072.50	\$ 22,440.00	Mill City Petroleum Limited 1,193,939 shares	373,709.28	1,587,938.87	Royal Canadian Ventures Ltd. 1,700,000 shares	367,858.00	629,000.00	Other (no quote)	978.82	-		\$760,618.60	\$2,239,378.87	Shares of and advances to subsidiaries		Book value	Advances, less amounts written off		\$1,614.18	IMC Petroleum Pty Ltd.			Shares of: (no market quote)			Dynamic Petroleum Products Inc. (wholly-owned) 100 shares		100.00	Crusade Holdings Ltd. (wholly-owned) 224,281 shares		1.00	Precision Radiation Surveys Ltd. (wholly-owned) 15,003 shares		1.00	IMC Petroleum Pty Ltd. (Australia - 50% owned) 3 shares		3.60			\$1,719.78
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18. Brief statement of any lawsuits pending or in process against company or its properties.	None																																																						
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	No change since date of last published annual report other than as disclosed in this filing statement.																																																						
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	None. No shares of the company are in the course of primary distribution to the public.																																																						

**CERTIFICATE OF THE COMPANY**

DATED March 19, 1968

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

DYNAMIC PETROLEUM PRODUCTS LTD.  
CORPORATE SEAL  
A. P. Newall, Jr. *[Signature]* Director  
R. C. Brown *[Signature]* Director

**CERTIFICATE OF UNDERWRITER OR OPTIONEE**

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)